



November 23, 2016

To  
**National Stock Exchange of India Limited,**  
Compliance Department,  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East), Mumbai – 400 051,  
Maharashtra, India

To  
**BSE Limited,**  
Compliance Department,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400 001,  
Maharashtra, India

**Sub : Intimation regarding Joint Venture Agreement**

**Ref : Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

**Script Code: NSE Scrip Code: HCG**  
**BSE Scrip Code: 539787**

Dear Sir/Madam,

With respect to the above, please be intimated that Company has entered into a Joint Venture Agreement on November 22, 2016, with HCG Regency Oncology Healthcare Pvt. Ltd, a subsidiary of the Company and Regency Hospital Limited setting out the relationship between the parties, their rights, obligations as shareholders in HCG Regency Oncology Healthcare Pvt. Ltd; and other matters in connection therewith. The key highlights of the Agreement are as follows:

1. The main purpose of entering into the Agreement between HealthCare Global Enterprises Limited (“the Company”) and Regency Hospital Limited (“other party”) is to set out the relationship between them, their rights, obligations as shareholders in HCG Regency Oncology Healthcare Pvt. Ltd; and other matters in connection therewith.
2. As on the date of execution of the Agreement, the Company holds 1,04,29,086 Equity Shares in HCG Regency Oncology HealthCare Pvt. Ltd which amounts to 51% to the total paid up capital of the HCG Regency Oncology HealthCare Pvt. Ltd.
3. The significant terms of the Agreement including special rights are explained below:

**Right to appoint Directors:**

The Board of Directors of HCG Regency Oncology HealthCare Pvt. Ltd consists of 5 (five) Directors; and the Company is entitled to nominate 3 (three) Directors on its Board.



**HealthCare Global Enterprises Ltd.**

HCG Tower #8, P. Kalinga Rao Road, Sampangi Ram Nagar, Bangalore - 560 027. | PAN No. AAACC8412H.  
91 80 3366 9999 | info@hcgoncology.com | www.hcgoncology.com | CIN : U15200KA1998PLC023489



**First right to share subscription:**

Subject to applicable Law, in the event where HCG Regency Oncology HealthCare Pvt. Ltd decides to issue Additional Securities for meeting the capital requirements, other than by way of Debt, it shall issue the Additional Securities to the Shareholders, pro rata to their shareholding in the Share Capital on the date of such offer. The determination of the valuation, timing, mode and issue of Securities shall be decided by the Board of Directors of HCG Regency Oncology HealthCare Pvt. Ltd.

**Right to restrict any change in capital structure**

As per the Agreement, any change in the share capital of HCG Regency Oncology HealthCare Pvt. Ltd shall be construed as a 'Reserved Matter' where no resolution shall be passed in a meeting of the Board or any Committee; or in a Shareholder meeting, without the prior written consent of the Company and the other Party.

**Transfer of Securities /Restriction on transfer of Shares:**

Any Transfer of Securities by a Shareholder shall be subject to the transferee of the Securities executing a Deed of Adherence and the execution of a duly stamped Instrument of Transfer.

4. Dr. B.S. Ajaikumar, one of the promoter of the Company is a Director in HCG Regency Oncology HealthCare Pvt. Ltd.
5. Any Investment/Loans provided by the Company to HCG Regency Oncology HealthCare Pvt. Ltd under the Agreement shall be treated as a Related Party Transaction, at arms length.
6. There is no issuance of shares to the parties under this Agreement, hence details of issue price and class of shares issued does not arise.
7. HCG Regency Oncology HealthCare Pvt. Ltd has not appointed any nominees on the board of Directors of the Company, which is a listed entity.
8. There are no potential conflicts of interest expected out of this Agreement.

Kindly take this on record and acknowledge receipt of this intimation.

Thanking you,

**For HealthCare Global Enterprises Limited**

**Sunu Manuel**  
**Company Secretary & Compliance Officer**



**HealthCare Global Enterprises Ltd.**

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